

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11  
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WANSDOWN PROPERTIES CORPORATION : Case No.: 19-13223 (SMB)  
N.V., :  
:  
Debtor. :  
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**ORDER (I) PRELIMINARILY APPROVING DISCLOSURE STATEMENT,  
AND (II) SCHEDULING HEARING ON FINAL APPROVAL OF DISCLOSURE  
STATEMENT AND CONFIRMATION OF DEBTOR'S CHAPTER 11 PLAN**

Upon the application (the “Application”)<sup>1</sup> of Wansdown Properties Corporation N.V. (the “Debtor”) pursuant to sections 1125, 1126(b) and 1128(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002 and 9006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) seeking, *inter alia*, entry of an order (i) preliminarily approving the *Modified Disclosure Statement for Chapter 11 Plan of Wansdown Properties Corporation N.V.* dated December 9, 2019 (the “Disclosure Statement”); and (B) scheduling a combined hearing on January 14, 2020 (the “Confirmation Hearing”), to consider approval of the Disclosure Statement on a final basis and confirmation of the Debtor’s *Modified Chapter 11 Plan* dated December 9, 2019 (the “Plan”); and a hearing on the Application having been held on December 6, 2019; and the Court being satisfied that the granting of relief sought in the Application is in the best interests of the Debtor, its estate and creditors; and sufficient notice of the Application having been given, and it appearing that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby

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<sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

**ORDERED**, that the Application is granted and approved as set forth herein; and it is further

**ORDERED**, that the Disclosure Statement is preliminarily approved pursuant to section 1125 of the Bankruptcy Code as containing adequate information; and it is further

**ORDERED**, that the form of Notice of the Confirmation Hearing set forth on Exhibit “1” is hereby approved; and it is further

**ORDERED**, that this Court shall hold a combined hearing to consider final approval of the Disclosure Statement and confirmation of the Plan on **January 14, 2020 at 10:00 a.m.** (the “Confirmation Hearing”), at the United States Courthouse for the Southern District of New York, One Bowling Green, New York, New York 10004; and it is further

**ORDERED**, that all objections to final approval of the Disclosure Statement and confirmation of the Plan must be in writing and filed with the Clerk of the United States Bankruptcy Court for the Southern District of New York (including a copy for Chambers) and served upon (a) counsel for the Debtor, Rubin LLC, 345 Seventh Avenue, 21st Floor, New York, NY 10016 (Attn.: Paul A. Rubin and Hanh V. Huynh); (b) the Office of the United States Trustee, U.S. Federal Office Building, 201 Varick St., Room 1006, New York, New York 10014, (Attn: Paul Schwartzberg); and (c) all parties who have filed requests for notice under Rule 2002 of the Bankruptcy Rules, in each case so as to be actually filed and received no later than January 7, 2020 at 5:00 p.m. (the “Confirmation Objection Deadline”); and it is further

**ORDERED**, that the Debtor shall mail or cause to be mailed by U.S. regular mail, postage prepaid, to the following parties, within five (5) days of entry of this Order the following documents: (A) to all of the Debtor’s creditors and parties to executory contracts and unexpired leases that have not been assumed or rejected as of the Record Date: (i) the Disclosure Statement

(which includes among other exhibits, a copy of the Plan), (ii) this Order, and (iii) the Confirmation Hearing Notice (the foregoing documents, the “Confirmation Package”); and (B) to all other parties included in the Debtor’s creditor matrix that do not fall within any of the categories described in subparagraphs “(a)” through “(c)” of this paragraph (which includes all other parties required to be served under Bankruptcy Rules 2002 and 3017), the Confirmation Hearing Notice; and it is further

**ORDERED**, that notwithstanding anything to the contrary in Bankruptcy Rules 3017(d) and 3018(a), the date of entry of this Order shall be the record date (the “Record Date”) for purposes of determining the identity of creditors and equity security holders entitled to receive Confirmation Packages or other documents related to the solicitation; and it is further

**ORDERED**, that service of all notices and documents described herein in the time and manner as set forth herein shall constitute due, adequate, and sufficient notice, and no other or further notice shall be necessary; and it is further

**ORDERED**, that the Debtor hereby is authorized to make non-material and conforming changes (including, but not limited to correcting typographical errors, altering formatting and inserting missing or changed dates) to the Plan, the Disclosure Statement, and related documents and notices; and it is further

**ORDERED**, that the Debtor be, and hereby is, authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

Dated: New York, New York  
**December 12, 2019**

/s/ STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT 1**  
**(CONFIRMATION HEARING NOTICE)**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**NOTICE OF HEARING TO CONSIDER FINAL APPROVAL OF DISCLOSURE  
STATEMENT AND CONFIRMATION OF DEBTOR'S CHAPTER 11 PLAN**

NOTICE IS HEREBY GIVEN as follows:

On December 3, 2019, Wansdown Properties Corporation N.V. (the “Debtor”) filed a motion requesting entry of an order (i) preliminarily approving the Debtor’s disclosure statement dated December 2, 2019 (as modified on December 9, 2019, and as may be further modified, amended and supplemented, the “Disclosure Statement”) in connection with the Debtor’s chapter 11 plan dated December 2, 2019 (as modified on December 9, 2019, and as may be further modified, amended and supplemented, the “Plan”), and (ii) scheduling a combined hearing to consider final approval of the Disclosure Statement and confirmation of the Plan. On December [ ], the Court entered an order preliminarily approving the Disclosure Statement (the “Disclosure Statement Order”).

**HEARING ON FINAL APPROVAL OF THE  
DISCLOSURE STATEMENT AND CONFIRMATION OF THE PLAN**

A combined hearing to consider final approval of the Disclosure Statement and confirmation of the Plan and any objections thereto (the “Confirmation Hearing”) has been set by the Court for January 14, 2020, at 10:00 a.m. at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 before the Honorable Stuart M. Bernstein, United States Bankruptcy Judge, at which time any party in interest may appear and state its objections, if any, to confirmation of the Plan. No further notice shall be provided to creditors or interest holders of any adjournment of the Confirmation Hearing except as may be announced in open court at the Confirmation Hearing, or any subsequent Confirmation Hearing.

Any objection to final approval of the Disclosure Statement or confirmation of the Plan must (a) be in writing, (b) comply with the Federal Rules of Bankruptcy Procedure and the General Orders of the Court, (c) set forth the name of the objector, and the nature and amount of any claim or interest asserted by the objector, (d) state with particularity the legal and factual basis for such objection, and (e) be filed with the Clerk of the United States Bankruptcy Court for the Southern District of New York (including a copy for Chambers of the Honorable Stuart M. Bernstein), together with proof of service thereof, and served upon: (i) counsel for the Debtor, Rubin LLC, 345 Seventh Avenue, 21st Floor, New York, NY 10001 (Attn.: Hanh V. Huynh); (ii) the Office of the United

States Trustee, U.S. Federal Office Building, 201 Varick St., Room 1006, New York, New York 10014, (Attn: Paul Schwartzberg); and (iii) all parties who have timely filed requests for notice under Rule 2002 of the Bankruptcy Rules, on or before **January 7, 2020 by 5:00 p.m. prevailing Eastern Time.**

**CONTACT INFORMATION FOR OBTAINING SOLICITATION DOCUMENTS**

If you would like to obtain a copy of the Disclosure Statement, the Plan, the Disclosure Statement Order or related documents, you should contact counsel for the Debtor, Rubin LLC, 345 Seventh Avenue, 21st Floor, New York, NY 10001 (Attn.: Hanh V. Huynh), 212-390-8272, [hhuynh@rubinlawllc.com](mailto:hhuynh@rubinlawllc.com). You may also obtain copies of any pleadings filed in these chapter 11 cases for a fee via PACER at: <http://www.nysb.uscourts.gov>.

**UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE  
WITH THIS NOTICE, IT WILL NOT BE CONSIDERED BY THE COURT**

Dated: New York, New York  
December [ ], 2019

RUBIN LLC

By: /s/ Paul A. Rubin  
Paul A. Rubin  
Hanh V. Huynh

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